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ARIZONA CORPORATION COMMISSION

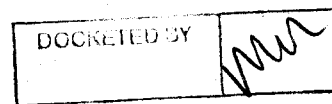
October 31, 2008

Meghan H. Grabel  
Thomas J. Mumaw  
Pinnacle Capital Corporation-Law Department  
400 North Fifth Street  
Mail Station 8695  
Phoenix, AZ 85004-3992

Arizona Corporation Commission  
**DOCKETED**

OCT 31 2008

Mr. Bill Stacey  
General Manager  
Electrical District No. 3  
41630 West Lewis Johnson Drive  
Maricopa, AZ 85239



RE: IN THE MATTER OF THE SALE AND TRANSITION BY ARIZONA PUBLIC SERVICE TO ELECTRICAL DISTRICT NO. 3 OF CERTAIN ELECTRICAL FACILITIES IN PINAL COUNTY PURSUANT TO A.R.S. § 40-285(A) AND FOR DELETION FROM ITS CERTIFICATE OF CONVENIENCE AND NECESSITY CERTAIN AREAS IN PINAL COUNTY. DOCKET NO. E-01345A-08-0426.

**SUFFICIENCY LETTER**

Dear Ms. Grabel and Mr. Stacey:

This letter is to inform you that Arizona Public Service Company's application for authorization to sell or transfer certain electric transmission and distribution facilities in Pinal County, Arizona to Electrical District No. 3 ("ED-3"), and to delete from its Certificate of Convenience and Necessity all areas served by ED-3 and contained within the Ak-Chin Indian Community Lands, has met sufficiency requirements.

If you have any questions concerning this matter, please do not hesitate to contact me at 602-542-0857.

Sincerely,

Alexander Ibhadegwe, CPA  
Executive Consultant III

ARIZONA CORPORATION COMMISSION  
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Arizona Public Service Company (Docket No. E-01345A-08-0426)  
Sufficiency Letter  
10/31/2008  
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cc: Docket Control  
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